

OOMA INC  
Form 4  
March 17, 2017

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Worldview Equity I, L.L.C.

2. Issuer Name and Ticker or Trading Symbol  
OOMA INC [OOMA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
99 ALMADEN BLVD, 6TH FLOOR  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/15/2017

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
 10% Owner  
\_\_\_\_ Other (specify below)

SAN JOSE, CA 95113

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | (A) or (D) | 5. Amount or Price | 6. Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 7. Nature of Ownership Indirect or Beneficial Ownership (Instr. 4) |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--------------------|---|--|---|
| Common Stock                    | 03/15/2017                           |  | S <sup>(1)</sup>               | 20,753  | D          | \$ 8.36            | 908   | I  | By Worldview Strategic Partners IV, L.P. <sup>(2)</sup>       |
| Common Stock                    | 03/15/2017                           |  | S <sup>(1)</sup>               | 456,693   | D          | \$ 8.36            | 20,002  | I  | By Worldview Technology International IV, L.P. <sup>(3)</sup> |
| Common Stock                    | 03/15/2017                           |  | S <sup>(1)</sup>               | 2,812,767   | D          | \$ 8.36            | 123,117   | I  | By Worldview  |

Technology Partners IV, L.P. <sup>(4)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu                      |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |
|  |  |                                      |  |                                |   | Code   | V   | (A)  | (D)                        |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Worldview Equity I, L.L.C.<br>99 ALMADEN BLVD<br>6TH FLOOR<br>SAN JOSE, CA 95113                  |               | X         |         |       |
| WORLDVIEW TECHNOLOGY INTERNATIONAL IV, L.P.<br>99 ALMADEN BLVD<br>6TH FLOOR<br>SAN JOSE, CA 95113 |               | X         |         |       |
| WORLDVIEW STRATEGIC PARTNERS IV LP<br>99 ALMADEN BLVD<br>6TH FLOOR<br>SAN JOSE, CA 95113          |               | X         |         |       |
| WEI JAMES<br>99 ALMADEN BLVD<br>6TH FLOOR   | X             | X         |         |       |

SAN JOSE, CA 95113

Orsak Michael  
 99 ALMADEN BLVD  
 6TH FLOOR  
 SAN JOSE, CA 95113

X

WORLDVIEW TECHNOLOGY PARTNERS IV LP

99 ALMADEN BLVD  
 6TH FLOOR  
 SAN JOSE, CA 95113

X

Tanaka Susumu  
 99 ALMADEN BLVD  
 6TH FLOOR  
 SAN JOSE, CA 95113

X

Worldview Capital IV, L.P.

99 ALMADEN BLVD  
 6TH FLOOR  
 SAN JOSE, CA 95113

X

## Signatures

/s/ James N. Strawbridge, as attorney-in-fact for Worldview Equity I, L.L.C.

03/17/2017

\_\_Signature of Reporting Person

Date

/s/ James N. Strawbridge, as attorney-in-fact for Worldview Equity I, L.L.C., the general partner of Worldview Capital IV, L.P., the general partner of Worldview Technology International IV, L.P.

03/17/2017

\_\_Signature of Reporting Person

Date

/s/ James N. Strawbridge, as attorney-in-fact for Worldview Equity I, L.L.C., the general partner of Worldview Capital IV, L.P., the general partner of Worldview Strategic Partners IV, L.P.

03/17/2017

\_\_Signature of Reporting Person

Date

/s/ James N. Strawbridge, as attorney-in-fact for James Wei

03/17/2017

\_\_Signature of Reporting Person

Date

/s/ James N. Strawbridge, as attorney-in-fact for Michael Orsak

03/17/2017

\_\_Signature of Reporting Person

Date

/s/ James N. Strawbridge, as attorney-in-fact for Worldview Equity I, L.L.C., the general partner of Worldview Capital IV, L.P., the general partner of Worldview Technology Partners IV, L.P.

03/17/2017

\_\_Signature of Reporting Person

Date

/s/ James N. Strawbridge, as attorney-in-fact for Susumu Tanaka

03/17/2017

\_\_Signature of Reporting Person

Date

/s/ James N. Strawbridge, as attorney-in-fact for Worldview Equity I, L.L.C., the general partner of Worldview Capital IV, L.P.

03/17/2017

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Shares sold pursuant to that certain Underwriting Agreement, dated as of March 9, 2017 by and among the Issuer, Credit Suisse Securities (USA) LLC and JMP Securities LLC, as representatives of the underwriters named in the Underwriting Agreement, Worldview Technology Partners IV, L.P., Worldview Technology International IV, L.P. and Worldview Strategic Partners IV, L.P. (the "Transaction"). The Transaction closed on March 15, 2017.

(2) Shares held directly by Worldview Strategic Partners IV, L.P. ("Strategic IV"). Worldview Capital IV, L.P., the general partner of Strategic IV, and Worldview Equity I, L.L.C., the general partner of Worldview Capital IV, L.P., may each be deemed to have sole voting and dispositive power over the shares held by Strategic IV. James Wei and Susumu Tanaka are members of Worldview Equity I, L.L.C., Mike Orsak is the managing member of Worldview Equity I, L.L.C. and they may be deemed to share voting and dispositive power over the shares held by Strategic IV. Such persons and entities disclaim beneficial ownership of shares held by Strategic IV, except to the extent of any pecuniary interest therein.

(3) Shares held directly by Worldview Technology International IV, L.P. ("International IV"). Worldview Capital IV, L.P., the general partner of International IV, and Worldview Equity I, L.L.C., the general partner of Worldview Capital IV, L.P., may each be deemed to have sole voting and dispositive power over the shares held by International IV. James Wei and Susumu Tanaka are members of Worldview Equity I, L.L.C., Mike Orsak is the managing member of Worldview Equity I, L.L.C. and they may be deemed to share voting and dispositive power over to share voting and dispositive power over the shares held by International IV. Such persons and entities disclaim beneficial ownership of shares held by International IV, except to the extent of any pecuniary interest therein.

(4) Shares held directly by Worldview Technology Partners IV, L.P. ("Technology IV"). Worldview Capital IV, L.P., the general partner of Technology IV, and Worldview Equity I, L.L.C., the general partner of Worldview Capital IV, L.P., may each be deemed to have sole voting and dispositive power over the shares held by Technology IV. James Wei and Susumu Tanaka are members of Worldview Equity I, L.L.C., Mike Orsak is the managing member of Worldview Equity I, L.L.C. and they may be deemed to share voting and dispositive power over to share voting and dispositive power over the shares held by Technology IV. Such persons and entities disclaim beneficial ownership of shares held by Technology IV, except to the extent of any pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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